

**TIER ONE CAPITAL LTD (THE "COMPANY")**

**COMPANY NUMBER: 07979654**

**STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON: 23 October 2023**

We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the CA 2006.

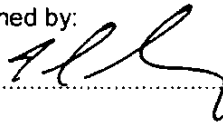
As set out in the written resolution circulated to members on 23 October 2023, the Company proposes to cancel the Company's entire share premium account of £1,450,899 and credit such sum to the Company's distributable reserves in accordance with the solvency statement procedure set out in section 642 of the CA 2006.

The directors signed the solvency statement under section 643 of the CA 2006 (**Solvency Statement**) on 23 October 2023 and the resolution approving the reduction of capital (**Resolution**) was passed as a written resolution on .

We confirm that:

1. The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
2. A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that is, it was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to them.

Signed by:

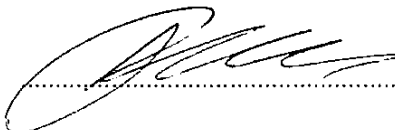
  
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Ian Michael McElroy

Date 23 October 2023  
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Dr Marcus Trevor Richards

Date .....

  
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Jessica Louise Swindells

Date 23 October 2023  
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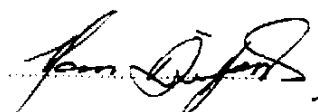
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Signed by:

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Ian Michael McElroy

Date .....

  
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Dr Marcus Trevor Richards

Date 23 October 2023

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Jessica Louise Swindells

Date .....